

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
FILED
DEC 19 2006

BEENDER OVERSEAS, LTD.

Plaintiff,

v.

SPECIALTY PROCESS EQUIPMENT
CORPORATION,

Defendant.

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C.A. NO. H-06-2460

DEFENDANT SPECIALTY PROCESS EQUIPMENT CORPORATION'S ANSWER

Defendant SPECIALTY PROCESS EQUIPMENT CORPORATION files this answer according to the Federal Rules of Civil Procedure.

Defendant Specialty Process Equipment Corporation files this original answer to Plaintiff's Complaint for Damages.

A. ADMISSIONS & DENIALS

1. Defendant denies the allegation in paragraph 1 that the action is to recover Plaintiff's damages, losses and costs associated with the alleged breach and failure to cure its alleged breach.
2. Defendant admits the allegations in paragraph 2.
3. Defendant admits the allegation in paragraph 3.
4. Defendant admits the allegation in paragraph 4.
5. Defendant admits the allegation in paragraph 5.
6. Defendant admits the allegation in paragraph 6.

7. Defendant admits the allegation in paragraph 7.
8. Defendant admits the allegation in paragraph 8.
9. Defendant admits the allegation in paragraph 9.
10. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 10.
11. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 11.
12. Defendant admits the allegation in paragraph 12.
13. Defendant admits the allegations in paragraph 13. Additionally, Defendant admits that the Purchase Order included other terms not set forth on the documents attached.
14. Defendant admits the allegations in paragraph 14.
15. Defendant admits the allegations in paragraph 15.
16. Defendant admits the allegations in paragraph 16.
17. Defendant admits the allegations in paragraph 17. However, Defendant denies that it consisted of the entire contract between the parties.
18. Defendant admits the allegations in paragraph 18.
19. Defendant admits the allegations in paragraph 19.
20. Defendant admits the allegations in paragraph 20. However, Defendant denies that it consisted of the entire contract between the parties.
21. Defendant admits the allegations in paragraph 21.
22. Defendant admits the allegations in paragraph 22.
23. Defendant denies all the allegations in paragraph 23.
24. Defendant admits in part and denies in part the allegations in paragraph 24.

25. Defendant admits in part and denies in part the allegations in paragraph 25.
26. Defendant admits the allegations in paragraph 26.
27. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 27.
28. Defendant admits in part and denies in part the allegations in paragraph 28.
29. Defendant denies all the allegations in paragraph 29.
30. Defendant admits the allegations in paragraph 30.
31. Defendant admits in part and denies in part the allegations in paragraph 31.
32. Defendant denies all the allegations in paragraph 32.
33. Defendant denies all the allegations in paragraph 33.
34. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 34.
35. Defendant admits the allegations in paragraph 35.
36. Defendant admits in part and denies in part the allegations in paragraph 36.
37. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 37.
38. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 38.
39. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 39.
40. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 40.

41. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 41.
42. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 42.
43. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 43.
44. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 44.
45. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 45.
46. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 46.
47. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 47.
48. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 48.
49. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 49.
50. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 50.
51. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 51.

- 52. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 52.
- 53. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 53.
- 54. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 54.
- 55. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 55.
- 56. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 56.
- 57. Defendant admits the allegations in paragraph 57.
- 58. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 58.
- 59. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 59.
- 60. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 60.
- 61. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 61.
- 62. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 62.
- 63. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 63.

64. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 64.
65. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 65.
66. Defendant is without knowledge or information sufficient to form a belief as to the truth of paragraph 66.

B. AFFIRMATIVE DEFENSES

67. Defendant asserts the following affirmative defenses: mistake, impossibility of performance and unconscionability.

C. PRAYER

68. For these reasons, Defendant asks the court to enter judgment that Plaintiff take nothing, dismiss Plaintiff's suit with prejudice, assess costs against Plaintiff, and award Defendant all other relief the court deems appropriate.

Respectfully submitted,

By: 

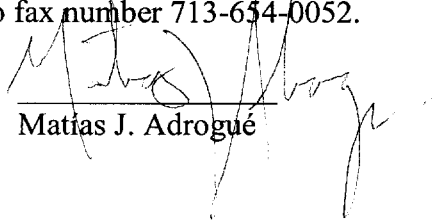
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OF COUNSEL
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ATTORNEY IN CHARGE FOR
DEFENDANT

CERTIFICATE OF SERVICE

I certify that a copy of Defendant's Answer was served on Paul D. Clote, who is the attorney in charge for the Plaintiff and whose address is Four Houston Center, 1221 Lamar Street, Suite 1090 Houston, Texas 77010, 713-659-2800, by fax to fax number 713-654-0052.



Matias J. Adrogué